

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., et al. ¹)	Case No. 01-01139 (JFK)
)	Jointly Administered
Debtors.)	
)	

FEE DETAIL FOR BEVERIDGE & DIAMOND, P.C.'S
MONTHLY FEE APPLICATION FOR THE PERIOD
JUNE 1, 2009 THROUGH JUNE 30, 2009

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn, A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuning, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

(FUSRAP)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-3850

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

July 30, 2009
Client/Matter # 01246-011548
Invoice # 130419
Federal ID# 52-1247549

For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Curtis Bay FUSRAP Bankruptcy Claim Resolution

06/16/09	P. Marks	0.50	Review information from P. Bucens; communications with same.
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Total Hours :	0.50
Total Fees :	\$210.00

BEVERIDGE & DIAMOND, P.C.

INVOICE # 130419

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Disbursements:

Information Service - VENDOR: LEXISNEXIS COURT 11.37
LINK-Invoice 3EA371519 dated 6/1/09 for online
filing of court documents

Total Disbursements : \$11.37

Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.50	\$420.00	\$210.00

Total Fees : \$210.00

Total Disbursements : \$11.37

TOTAL DUE : \$221.37

EXHIBIT B

(General Regulatory/Compliance Issues)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-3850

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

July 30, 2009
Client/Matter # 01246-012100
Invoice # 130420
Federal ID# 52-1247549

For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

General Regulatory/Compliance Issues

06/05/09	C. Lewis	0.30	Internal and client correspondence re revising inert ingredient approval request.
06/05/09	G. St. Michel	1.20	Further revisions to inert approval request letter; draft correspondence re same and need for updated MSDS.
06/09/09	G. St. Michel	0.30	Draft reminder correspondence re Arch-1 MSDS.
06/10/09	C. Lewis	0.20	Correspondence to L. Duff re status of inert approval submission.
06/11/09	G. St. Michel	2.00	Assemble final draft submission form; draft correspondence re same.
06/12/09	C. Lewis	0.40	Internal correspondence re final version of inert approval request; conference with G. St. Michel re same.
06/12/09	G. St. Michel	1.00	Coordinate with L. Duff and C. Lewis re signatures and finalize EPA submission; assemble final package, forward same to client and EPA.

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06/17/09	C. Lewis	0.30	Correspondence with L. Duff re follow-up with EPA.
06/18/09	C. Lewis	0.10	Correspondence with L. Duff and telephone call to EPA re status.
06/22/09	C. Lewis	0.10	Correspondence with G. St. Michel re follow-up with EPA re inert approval request.
06/22/09	G. St. Michel	0.30	Telephone calls to EPA IIAB; draft correspondence to EPA IIAB re status check on request letter submission.

Total Hours : 6.20

Total Fees : \$1,874.00

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Disbursements:

Duplicating 0.60

Total Disbursements : \$0.60

Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
C. Lewis	1.40	\$550.00	\$770.00
G. St. Michel	4.80	\$230.00	\$1,104.00

Total Fees : \$1,874.00

Total Disbursements : \$0.60

TOTAL DUE : \$1,874.60

EXHIBIT C

(Russell Field)

LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-3850

W. R. Grace & Co.
Attn: Lydia Duff, Esq.
Division Counsel
7500 Grace Drive
Columbia, MD 21044

July 30, 2009
Client/Matter # 01246-014015
Invoice # 130422
Federal ID# 52-1247549

For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Russell Field

06/01/09	P. Marks	1.60	Telephone conferences with L. Duff and M. Johns.
06/01/09	P. Marks	7.80	Prepare documents related to settlement discussions, including correspondence to MBTA, supplemental introductory statement, and correspondence to City.
06/02/09	P. Marks	4.60	Prepare for and conduct telephone conferences with J. Taylor re strategy and telephone conferences with L. Duff re multiple issues and documents; follow-up tasks re same.
06/02/09	P. Marks	0.30	Finalize correspondence to L. Lustig and forward same.
06/03/09	P. Marks	5.80	Prepare background correspondence and strategy for negotiations; compile all comments re same and submit to mediator; prepare response to settlement offer; multiple telephone conferences with J. Taylor and L. Duff re same; telephone conference with L. Lustig re Perini involvement; prepare exhibits.

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06/04/09	P. Marks	4.80	Prepare presentation for negotiation session; telephone conferences with M. Johns and L. Duff re same; address logistics re same (evidence; equipment; attendance list; negotiating authority; mediation agreement; participation by additional parties; etc.).
06/04/09	P. Marks	0.30	Review cost charts.
06/05/09	P. Marks	5.40	Prepare for negotiations and related telephone conferences with opposing counsel, clients, and consultant.
06/07/09	P. Marks	4.20	Prepare exhibits, prepare for presentation, and coordinate with L. Duff re same.
06/07/09	J. Grachuk	4.40	Prepare for negotiation session, including review City response to settlement proposal and review arguments including case law research.
06/08/09	P. Marks	13.00	Conduct extensive pre-conference meetings, full day of mediation, and post-mediation evaluation.
06/08/09	J. Grachuk	1.00	Participate in pre-negotiation session meeting with J. Taylor and S. Darling for the MBTA.
06/08/09	J. Grachuk	9.50	Participate in negotiation session with representatives of the MBTA, City, Sverdrup and the Joint Venture.
06/10/09	P. Marks	0.90	Check status, and emails and conferences with L. Duff re same.
06/11/09	P. Marks	1.50	Prepare summary report re mediation for L. Duff; telephone conference with L. Duff re J. Kass correspondence and evaluate same.
06/12/09	P. Marks	1.20	Telephone conference with L. Duff; prepare correspondence to J. Kass.
06/15/09	P. Marks	1.90	Research status of settlement discussions and telephone conference with J. Taylor and B. Fogel (opposing counsel) re same; communications with L. Duff re same and prepare written communication to all counsel re same.
06/16/09	P. Marks	1.30	Prepare draft stipulation; telephone conference with J. Kass; follow-up communications with other parties and L. Duff.

BEVERIDGE & DIAMOND, P.C.

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06/17/09	P. Marks	0.50	Evaluate strategy of negotiations and communications re same.
06/18/09	P. Marks	2.60	Telephone conference with J. Kass and J. Taylor re settlement; follow-up communications with J. Taylor, B. Fogel, and L. Duff re settlement figures and strategy.
06/19/09	P. Marks	3.40	Telephone conferences with J. Kass and various counsel re evolving settlement; prepare stipulation re same; telephone conferences with L. Duff and bankruptcy counsel re same.
06/22/09	P. Marks	3.10	Telephone conferences with L. Duff re settlement; review all of the parties' emails re same; prepare and circulate stipulation re same; meeting and telephone conferences with counsel re bankruptcy procedure and related issues.
06/23/09	P. Marks	1.60	Work on reconciling settlement agreement with bankruptcy stipulation; emails and telephone conferences re same with L. Duff and opposing counsel.
06/24/09	P. Marks	2.20	Telephone conferences and emails with counsel re settlement agreement; revise stipulation re same.
06/25/09	P. Marks	2.70	Work on settlement finalization, including emails and telephone conferences with counsel and revising stipulation to address client comments and telephone conference with L. Duff re same; rap up of J. Kass communications and fee issues.
06/26/09	P. Marks	1.00	Circulate revised stipulation to counsel; followup communications with opposing counsel re questions/concerns re same.
06/29/09	P. Marks	0.80	Email exchanges with opposing counsel to client re settlement and revise stipulation re same.
06/30/09	P. Marks	0.20	Review emails re settlement.

Total Hours : 87.60

Total Fees : \$35,972.50

BEVERIDGE & DIAMOND, P.C.

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Disbursements:

Postage	2.03
Long Distance Telephone	598.00
Duplicating	143.85
Express Delivery	13.03
Travel Expenses	20.90
Air/Train Fare	99.20

Total Disbursements : **\$877.01**

Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	72.70	\$420.00	\$30,534.00
J. Grachuk	14.90	\$365.00	\$5,438.50

Total Fees : **\$35,972.50**

Total Disbursements : **\$877.01**

TOTAL DUE : **\$36,849.51**

EXHIBIT D

(Bankruptcy Fee Application)

**LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-3850**

W. R. Grace & Co. - Conn
Attn: Lydia B. Duff, Esq.
7500 Grace Drive
Columbia, MD 21044

July 30, 2009
Client/Matter # 01246-012629
Invoice # 130421
Federal ID# 52-1247549

For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : BEVERIDGE & DIAMOND, P.C.
SUITE 700
1350 I STREET, N.W.
WASHINGTON, D.C. 20005-3311

Bankruptcy Fee Application

06/15/09	P. Marks	0.30	Review fee applications.
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Total Hours :	0.30
Total Fees :	\$126.00

BEVERIDGE & DIAMOND, P.C.

INVOICE # 130421

July 30, 2009

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Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
P. Marks	0.30	\$420.00	\$126.00
Total Fees :			\$126.00
TOTAL DUE :			\$126.00

EXHIBIT E

(Brazil General)

**LAW OFFICES
BEVERIDGE & DIAMOND, P.C.
SUITE 2210
201 NORTH CHARLES STREET
BALTIMORE, MD 21201-4150
(410) 230-3850**

W. R. Grace & Co.
Attn: Lydia Duff, Esq.
Division Counsel
7500 Grace Drive
Columbia, MD 21044

July 30, 2009
Client/Matter # 01246-014028
Invoice # 130423
Federal ID# 52-1247549

For Legal Services Rendered Through 06/30/09 in Connection With:

PLEASE REMIT PAYMENT TO : **BEVERIDGE & DIAMOND, P.C.**
 SUITE 700
 1350 I STREET, N.W.
 WASHINGTON, D.C. 20005-3311

Brazil General

06/12/09	R. Fraker	1.30	Review draft of transfer document for Brazilian property; teleconference with L. Duff and V. Finkelstein.
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Total Hours :	1.30
Total Fees :	\$299.00

BEVERIDGE & DIAMOND, P.C.

INVOICE # 130423

July 30, 2009

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Time Summary:

	Hours Worked	Billed Per Hour	Bill Amount
R. Fraker	1.30	\$230.00	\$299.00

Total Fees : **\$299.00**

TOTAL DUE : **\$299.00**